CHARTER,

CONSTITUTION AND BY-LAWS

OF THE

DIVINITY SCHOOL

OF THE

PROTESTANT EPISCOPAL CHURCH

IN

PHILADELPHIA.

PHILADELPHIA:
M'CALLA & STAVELY, PRINTERS, 237-9 DOCK STREET.
1873.

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CHARTER.

An Act to Incorporate the Divinity School of the Protestant Episcopal Church in Philadelphia.

Whereas, a Divinity School has been established in the City of Philadelphia, under the auspices of members of the Protestant Episcopal Church;

And whereas, in the judgment of the founders, a Charter of Incorporation is necessary for the more convenient management of the concerns of said School;

Therefore,

SECTION 1. Be it enacted by the Senate and House of Representatives of the Commonwealth of Pennsylvania, in General Assembly met, and it is hereby enacted by the authority of the same, That the Right Reverend Alonzo Potter, Bishop, and the Right Reverend William Bacon Stevens, Assistant Bishop of the Diocese of Pennsylvania, the Right Reverend Alfred Lee, Bishop of the Diocese of Delaware, the Right Reverend Manton Eastburn, Bishop of the Diocese of Massachusetts, the Right Reverend George Burgess,

Bishop of the Diocese of Maine, and the Reverend William A. Muhlenberg, the Reverend Thomas H. Taylor and the Reverend Alexander H. Vinton, of the Diocese of New York, together with William Welsh, John C. Cresson, Charles A. Lex, John N. Conyngham, George L. Harrison, Alexander Brown and George W. Woodward, of the State of Pennsylvania, and such other persons as now are or hereafter may be Trustees and Overseers of said School, whether resident in Pennsylvania or in any other State of the United States, be and they are hereby constituted a body corporate and politic in fact and law, by the name of *The Divinity School of the Protestant Episcopal Church in Philadelphia*, and by that name shall be capable of perpetual succession, may sue and be sued, may have and use a common seal, and alter and change the same at pleasure, and shall also be capable to accept and take, by devise, grant, bargain, sale or otherwise, any estate or property, real or personal, and the same to hold and enjoy, or to sell and convey, lease or mortgage, as fully and absolutely in all respects as any natural person might do. *Provided*, however, that the clear annual income of the estate and properties of said corporation, exclusive of any lands or tenements that may be occupied by said school for its accommo-

dation, or that of its officers or professors, shall not exceed the sum of twenty thousand dollars.

SECTION 2. That the Trustees and Overseers already appointed, or who shall hereafter be appointed in pursuance of the fundamental statutes which the said corporation is hereby authorized and empowered to enact, shall have the care and management of the said School and of its estates and properties, and shall have power to make all needful by-laws and regulations for the appointment of competent professors and teachers, for the fixing and payment of all salaries, for the studies and exercises of the students, and for the general well-being of said school: *Provided*, That the said statutes, by-laws, and regulations shall not be inconsistent with the Constitution and laws of this Commonwealth, or of the United States.

SECTION 3. That no misnomer or misdirection of the said corporation, in any will, deed, grant, or other instrument of writing, shall vitiate or defeat the same; but that the same shall take effect in the same manner as if said corporation were rightly named therein; *Provided*, It be sufficiently described to ascertain the intention of the parties.

SECTION 4. That the Legislature shall have power to revoke, alter, or amend this Act of Incorporation

whenever it may become injurious to the citizens of the Commonwealth; in such manner, however, that no injustice shall be done to the corporators.

JOHN ROWE,

Speaker of the House of Representatives.

L. W. HALL,

Speaker of the Senate.

Approved the eighth day of April, Anno Domini one thousand eight hundred and sixty-two.

A. G. CURTIN.

CONSTITUTION

OF THE

DIVINITY SCHOOL

OF THE

PROTESTANT EPISCOPAL CHURCH

IN PHILADELPHIA.

ARTICLE I.

OF THE OBJECT.

The object of this institution shall be the preparation of candidates for the Sacred Ministry by providing them with thorough instruction in Biblical, Theological, and other related Learning, by cultivating the moral and religious affections and habits, and by training them in the practice of the various duties which devolve upon them as Preachers, Pastors, and Missionaries.

ARTICLE II.

OF THE GOVERNMENT.

1. The government shall be vested in a Board of Trustees and a Board of Overseers, to be composed

of different persons, communicants of the Protestant Episcopal Church. The election of the said Boards shall be holden annually in the third week of June, at such time and place as may be appointed by the Executive Committee, due notice of which shall be given not less than ten days before the election. Any person shall be entitled to vote at such election who is a Corporator, or at the time a Trustee or Overseer, or who had acquired the right to vote under the provisions of the original Constitution.

2. The Board of Trustees shall consist of eight laymen, together with the Bishop of the Diocese of Pennsylvania, as *ex-officio* President. This Board shall have charge of all funds belonging to the School and shall invest all moneys given for the endowment of Professorships, Lectureships and Scholarships, or for the foundation or increase of a Library, or for any other purpose.

3. A quorum of the Board of Trustees for ordinary business shall be three; but for the purchase or sale of real or personal estate, or the contracting of any debts beyond the sum of five hundred dollars, except for current expenses, the assent of five members, present at a meeting regularly convened, shall be necessary.

4. At the annual meeting and at such other times as the Overseers may require, the Trustees shall render to a joint meeting of the Boards an account of all receipts, disbursements, and investments, and of the entire fiscal condition of the School.

5. The Board of Overseers shall be composed of Twenty clergymen, not professors in the School, and ten laymen, and shall have charge of the teaching, studies, and examinations of the School, and shall make such regulations as may relate to the discipline and welfare of the students, teachers and professors. The Bishop of the Diocese of Pennsylvania shall be *ex-officio* a member of the Board.

6. A quorum of the Board of Overseers for ordinary business shall be six, but for filling vacancies in their own number, for voting on the election or removal of Professors, or making or altering by-laws, twelve members shall be necessary to constitute a quorum.

7. The Board of Overseers shall annually elect a President from their own number, who shall preside at the meetings of the Board, and also at the joint meetings of the two Boards, and a Secretary, who shall keep the minutes of the Board, and of the joint meet-

ings of the two Boards, and shall be the official organ of the government.

8. The two Boards shall meet and vote as one body on all the general concerns of the institution, to wit: such as are not by this Constitution assigned specifically to either Board.

9. At the annual meeting the two Boards shall, by joint vote, choose a Treasurer, who shall be *ex officio* a member of the Board of trustees, and shall act as Secretary of the same.

10. Professors shall be chosen by the concurrent action of the two Boards, in joint meeting, voting by ballot. The nomination shall have been made by the Board of Overseers at a previous meeting, of which nomination the Secretary shall send notice to the members of each Board at least thirty days before the meeting for election.

11. In the removal of Professors, and in fixing or altering their compensation, and in other proceedings, when demanded by five members, the Boards shall vote separately, and their concurrence shall be necessary in order to legal action.

12. Vacancies occurring in either Board, between the annual meetings, may be filled by the remaining members of the Board, voting by ballot.

ARTICLE III.

OF ENDOWMENTS.

1. Any person or persons endowing a Professorship, by the gift or bequest of fifty thousand dollars, or by securing in perpetuity the annual income of that principal sum, shall be considered the founder of such professorship, and shall have the right to name it, and to appoint, with the approbation of the Boards in joint meeting, the first incumbent.

2. Any person or persons giving at one time, or within the period of five years, the sum of five thousand dollars, may, at their option, become the founder of a Scholarship, or of an Alcove in the Library. The income of such endowment or endowments shall be applied respectively toward the support of some meritorious student, to be nominated in the way indicated by the founder, or to the purchase and care of valuable and standard books.

ARTICLE IV.

OF ALTERATIONS AND AMENDMENTS.

These articles shall not be altered or amended except at a joint meeting of the Boards, and by a vote of two-thirds of those present. Any alteration or

amendment must be proposed at a meeting held at least sixty days previously, and immediately thereafter notice of such proposed alteration shall be given by the Secretary.

BY-LAWS.

I.

OF MEETINGS OF THE BOARD OF OVERSEERS AND OF THE BOARD OF TRUSTEES.

The annual meeting of the Board of Overseers and of the Board of Trustees shall be held on the day before the annual commencement, at such hour and place as the Executive Committee may appoint. Special meetings of either or of both Boards may be held when called by the Executive Committee. Notices of the time and place of such meetings shall be sent to each member at least ten days before the time of meeting.

II.

OF COMMITTEES.

At the annual meeting of the two Boards, the following Committees shall be appointed: an Executive Committee and a Committee on Scholarships, which shall severally report at the annual meeting of the Boards.

III.

OF THE EXECUTIVE COMMITTEE.

1. The Executive Committee shall consist of four clerical and one lay member of the Board of Overseers,

two members of the Board of Trustees, the Treasurer and the Bishop of the Diocese of Pennsylvania, who shall be its chairman.

2. It shall be the duty of this Committee to call special meetings of the Boards, and to fix the time and place of such meetings, to appoint a Committee on Examinations, to have an oversight of the property, to make such suggestions to either or both Boards as they may think proper with regard to the interests of the institution, and to transact all necessary business during the interim of the meetings of the Boards.

3. The Committee shall have power to fill its own vacancies.

IV.

OF THE COMMITTEE ON EXAMINATIONS.

It shall be the duty of the Committee on Examinations to attend, and, as far as they see fit, to take part in the examinations, and make a report to the joint Boards at the annual meeting.

V.

OF THE COMMITTEE ON THE LIBRARY.

The Committee on the Library shall consist of the Professors and the Executive Committee, to whom shall be committed the entire charge and direction of the

Library, and the disposal of such sums as the trustees may appropriate, and of such as may be specially given for its use. It shall be the duty of the said Committee to report the condition of the Library at the joint meeting of the Boards.

VI.

OF THE COMMITTEE ON SCHOLARSHIPS.

The Committee on Scholarships shall consist of the Faculty and three other persons, whose duty it shall be to fill all Scholarships which may be at their disposal.

VII.

OF THE SECRETARIES.

1. It shall be the duty of the Secretaries of the Boards and Committees to keep accurate records of the proceedings of the same; to file all letters and documents belonging to them; and as often as books of record are completed, to deposit the same, together with the files of letters and documents, with the Committee on the Library, to be kept by them among the archives of the institution.

2. The Secretary of the Board of Overseers, being the official organ of the government, shall keep a list of the Overseers and Trustees, report vacancies, sign

notices of the meetings of the Board, superintend the printing of the Board, and perform such other duties as may be assigned him.

VIII.

OF THE TREASURER.

1. The Treasurer shall immediately deposit all funds received by him for the institution, in such bank or Trust Company as may be designated by the Board of Trustees, and the account thereof shall be kept in the name of the institution. He shall keep an accurate account of the receipts and expenditures, and pay, out of the funds on hand, all orders approved by the Board of Trustees and signed by the President of the same; and shall, before each annual meeting of the Boards, prepare his accounts, to be examined and audited by a committee appointed by the Board of Trustees for that purpose.

2. The books and papers of the Treasurer shall be considered as the property of the institution, and shall be opened to the inspection and under the control of the Trustees.

IX.

OF THE PROFESSORS.

1. The Professors of the institution and other permanent officers of Instruction shall constitute a Faculty,

and shall annually elect a chairman, who shall be styled the Dean of the Faculty.

2. The Faculty shall have power, under the direction and supervision of the Board of Overseers, to make such regulations as may be necessary for securing the full benefit of the prescribed course of study, and the due exercise of discipline.

3. The Faculty shall have authority to invite persons to deliver occasional lectures before the students. The appointment of other lecturers shall be made by the Board of Overseers, which appointment shall not exceed the period of one year.

4. The religious services of the institution shall be under the control of the Dean of the Faculty.

5. The Faculty shall enter in a book, to be kept for that purpose, the name of every student, the date of his admission, and of his discontinuance, with the reasons therefor. This book, when required, shall be laid before the Board of Overseers at their meetings, and shall, at any time, be open to the inspection of any member of the same.

6. The Faculty shall have power to terminate the connection of a student with the institution, for reasons which they may deem sufficient. But before proceeding

to the suspension or dismission of a student, the Dean shall make known the proposed action to the Chairman of the Executive Committee, and in case of a student who is a candidate for orders, such proposed action shall be made known to the ecclesiastical authority of the Diocese to which the candidate belongs. In case of the withdrawal of a student from the institution without permission, who is a candidate for orders, the Dean shall make known the fact to the ecclesiastical authority of the Diocese to which the candidate belongs.

7. It shall be the duty of each Professor, not only to attend to the studies of his department, but to exercise a tender and Christian concern for the religious character and spiritual progress of the students of the institution; and in case of unbecoming levity, irregularity of conduct, or indifference with regard to practical personal religion, to admonish them faithfully, in private, and endeavor to engage them to a more holy temper and a more exemplary deportment.

8. The Faculty shall keep a record of their proceedings, and shall report at the annual meeting of the Boards, and, whenever called upon by the Board of Overseers, the condition of the institution.

X.

OF THE STUDENTS.

1. Every person producing to the Faculty satisfactory evidence of his having been admitted a candidate for holy orders, with full qualifications, according to the Canons of the Protestant Episcopal Church in the United States, may be received as a student in the seminary.

2. Any other person may be admitted who shall produce satisfactory evidence of moral and religious character, of literary attainments, and, in general, of such disposition and habits as may render him apt and meet to exercise the Ministry.

3. Students shall report to the Dean of the Faculty their parochial relations and engagements on the Lord's Day, and shall immediately inform him of any change.

XI.

OF EXAMINATIONS.

1. At the end of each year, there shall be a public examination of the several classes in the Institution upon the studies of the year. The examination shall

be conducted by the Faculty and the Committee on Examinations.*

2. No student shall be excused from any one of such examinations, except by a vote of the Faculty.

3. No student shall pass from a lower to a higher class except upon a satisfactory examination.

4. At the conclusion of the full course of study, each student who shall have sustained his examinations in a manner satisfactory, shall receive a testimonial of the same, signed by the Dean of the Faculty in behalf of the Faculty, the President of the Board of Overseers and the President of the Board of Trustees, to which the Corporate Seal of the institution shall be affixed.

XI.

OF THE COMMENCEMENT.

1. The annual commencement shall take place, unless otherwise ordered by the Executive Committee, on the Thursday after the third Tuesday in June, at 10 o'clock, at which time there shall be Divine service, the conferring of testimonials, and such exercises on the part of the students as may be designated by the Faculty.

* Resolution adopted at a joint meeting of the Boards, June 18, 1873:

Resolved, That the Examining Committee be instructed hereafter to confer with the Faculty before submitting their final report to this body.

2. The President of the Board of Overseers shall preside and confer the testimonials. In his absence, a presiding officer shall be provided by the Executive Committee.

XIII.

OF VACATIONS.

The annual vacation shall begin the day after commencement, and continue to the third Thursday in September. There shall also be a suspension of recitations, from the twenty-fourth of December to the Feast of the Epiphany, and from the Sunday next before Easter to Easter Tuesday, both inclusive; and on Ash Wednesday and on all days of Thanksgiving or Fasting appointed by the ecclesiastical or civil authority, there shall be an intermission of all Lectures and Recitations.

XIV.

OF ALTERATIONS AND AMENDMENTS.

These By-Laws may be altered at any joint meeting of the two Boards, by a vote of two-thirds of those present.

The Order of Business

AT

JOINT MEETINGS OF THE BOARDS,

ADOPTED JUNE 22, 1864.

1. Religious Exercises.
2. Reading of Minutes.
3. Report of the Treasurer.
4. Report of the Standing Committee.
5. Report of the Faculty.
6. Report of the Committee on Examination.
7. Report of the Committee on the Library.
8. Report of the Committee on Scholarships.
9. Report of Special Committees.
10. Miscellaneous Business.

RESOLUTION ADOPTED June, 1868.

The Annual Meeting of the Joint Boards shall be at 2 o'clock in the afternoon of the day fixed by the By-Laws.